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and Debtors in Possession*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

JPA NO. 111 CO., LTD. and  
JPA NO. 49 CO., LTD.,

Debtors.<sup>1</sup>

Chapter 11

Case No.: 21-12075 (DSJ)

(Jointly Administered)

**SCHEDULES OF ASSETS AND LIABILITIES**

**JPA NO. 111 CO., LTD. (21-12075)**

<sup>1</sup> The Debtors in these Chapter 11 Cases are: JPA No. 111 Co., Ltd. and JPA No. 49 Co., Ltd. The Debtors' corporate address is Kasumigaseki Common Gate West Tower, 3-2-1 Kasumigaseki, Chiyoda-Ku, Tokyo 100-0013.

**Fill in this information to identify the case:**

Debtor name JPA No. 111 Co., Ltd.  
United States Bankruptcy Court for the: Southern District of New York  
(State)  
Case number (If known): 21-12075 (DSJ)

☐ Check if this is an amended filing

Official Form 206Sum

**Summary of Assets and Liabilities for Non-Individuals**

12/15

**Part 1: Summary of Assets**

1. **Schedule A/B: Assets—Real and Personal Property** (Official Form 206A/B)

1a. **Real property:**

Copy line 88 from *Schedule A/B*.....

\$ N/A

1b. **Total personal property:**

Copy line 91A from *Schedule A/B*.....

\$ 118,440,813.03

1c. **Total of all property:**

Copy line 92 from *Schedule A/B*.....

\$ 118,440,813.03

**Part 2: Summary of Liabilities**

2. **Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D*.....

\$ 103,757,464.05

3. **Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

3a. **Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of *Schedule E/F*.....

\$ N/A

3b. **Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F*.....

**+** \$ 665,763.88

4. **Total liabilities**.....  
Lines 2 + 3a + 3b

\$ 104,423,227.93

## Fill in this information to identify the case:

Debtor name JPA No. 111 Co., Ltd.

United States Bankruptcy Court for the: Southern District of New York  
(State)

Case number (if known): 21-12075 (DSJ)

☐ Check if this is an amended filing

## Official Form 206A/B

**Schedule A/B: Assets — Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and cash equivalents**

## 1. Does the debtor have any cash or cash equivalents?

- ☐ No. Go to Part 2.
- ☒ Yes. Fill in the information below.

## All cash or cash equivalents owned or controlled by the debtor

## Current value of debtor's interest

## 2. Cash on hand

\$ N/A

## 3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
3.1. <u>See Attached Schedule A/B Part 1, Question 3</u>	<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u>156,013.05</u>
3.2. <u></u>	<u></u>	<u></u> <u></u> <u></u> <u></u>	\$ <u></u>

## 4. Other cash equivalents (Identify all)

4.1. <u></u>	\$ <u></u>
4.2. <u></u>	\$ <u></u>

## 5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$ 156,013.05**Part 2: Deposits and prepayments**

## 6. Does the debtor have any deposits or prepayments?

- ☒ No. Go to Part 3.
- ☐ Yes. Fill in the information below.

## Current value of debtor's interest

## 7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1. <u></u>	\$ <u></u>
7.2. <u></u>	\$ <u></u>

**8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**

Description, including name of holder of prepayment

8.1. \_\_\_\_\_ \$ \_\_\_\_\_

8.2. \_\_\_\_\_ \$ \_\_\_\_\_

**9. Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

\$ \_\_\_\_\_

**Part 3: Accounts receivable****10. Does the debtor have any accounts receivable?**☐ No. Go to Part 4.☒ Yes. Fill in the information below.**Current value of debtor's interest****11. Accounts receivable**11a. 90 days old or less: \$4,215,330.00 - \$4,215,330.00 = ..... → \$ 0.00  
face amount doubtful or uncollectible accounts11b. Over 90 days old: \$3,936,817.42 - \$3,939,817.42 = ..... → \$ 0.00  
face amount doubtful or uncollectible accounts**12. Total of Part 3**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ 0.00

**Part 4: Investments****13. Does the debtor own any investments?**☒ No. Go to Part 5.☐ Yes. Fill in the information below.**Valuation method used for current value****Current value of debtor's interest****14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

14.1. \_\_\_\_\_ \$ \_\_\_\_\_

14.2. \_\_\_\_\_ \$ \_\_\_\_\_

**15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture**

Name of entity:

% of ownership:

15.1. \_\_\_\_\_ % \_\_\_\_\_ \$ \_\_\_\_\_

15.2. \_\_\_\_\_ % \_\_\_\_\_ \$ \_\_\_\_\_

**16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe:

16.1. \_\_\_\_\_ \$ \_\_\_\_\_

16.2. \_\_\_\_\_ \$ \_\_\_\_\_

**17. Total of Part 4**

Add lines 14 through 16. Copy the total to line 83.

\$ \_\_\_\_\_

Debtor

JPA No. 111 Co., Ltd.

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Case number (if known) 21-12075 (DSJ)

Name

**Part 5: Inventory, excluding agriculture assets****18. Does the debtor own any inventory (excluding agriculture assets)?**

- ☒ No. Go to Part 6.
- ☐ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
20. Work in progress				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
21. Finished goods, including goods held for resale				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
22. Other inventory or supplies				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
23. Total of Part 5				\$ _____
Add lines 19 through 22. Copy the total to line 84.				

**24. Is any of the property listed in Part 5 perishable?**

- ☐ No
- ☐ Yes

**25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

- ☐ No
- ☐ Yes. Book value \_\_\_\_\_ Valuation method \_\_\_\_\_ Current value \_\_\_\_\_

**26. Has any of the property listed in Part 5 been appraised by a professional within the last year?**

- ☐ No
- ☐ Yes

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)****27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- ☒ No. Go to Part 7.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
_____	\$ _____	_____	\$ _____
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
_____	\$ _____	_____	\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)			
_____	\$ _____	_____	\$ _____
31. Farm and fishing supplies, chemicals, and feed			
_____	\$ _____	_____	\$ _____
32. Other farming and fishing-related property not already listed in Part 6			
_____	\$ _____	_____	\$ _____

33. **Total of Part 6.**

Add lines 28 through 32. Copy the total to line 85.

\$ \_\_\_\_\_

34. **Is the debtor a member of an agricultural cooperative?**

- ☐ No
- ☐ Yes. Is any of the debtor's property stored at the cooperative?
- ☐ No
- ☐ Yes

35. **Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**

- ☐ No
- ☐ Yes. Book value \$ \_\_\_\_\_ Valuation method \_\_\_\_\_ Current value \$ \_\_\_\_\_

36. **Is a depreciation schedule available for any of the property listed in Part 6?**

- ☐ No
- ☐ Yes

37. **Has any of the property listed in Part 6 been appraised by a professional within the last year?**

- ☐ No
- ☐ Yes

**Part 7: Office furniture, fixtures, and equipment; and collectibles**38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- ☒ No. Go to Part 8.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. <b>Office furniture</b>			
_____	\$ _____	_____	\$ _____
40. <b>Office fixtures</b>			
_____	\$ _____	_____	\$ _____
41. <b>Office equipment, including all computer equipment and communication systems equipment and software</b>			
_____	\$ _____	_____	\$ _____
42. <b>Collectibles</b> <i>Examples:</i> Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1 _____	\$ _____	_____	\$ _____
42.2 _____	\$ _____	_____	\$ _____
42.3 _____	\$ _____	_____	\$ _____

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$ \_\_\_\_\_

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

- ☐ No
- ☐ Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- ☐ No
- ☐ Yes

Debtor

JPA No. 111 Co., Ltd.

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Case number (if known) 21-12075 (DSJ)

Name

**Part 8: Machinery, equipment, and vehicles****46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☐ No. Go to Part 9.
- ☒ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
<b>47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles</b>			
47.1 _____	\$ _____	_____	\$ _____
47.2 _____	\$ _____	_____	\$ _____
47.3 _____	\$ _____	_____	\$ _____
47.4 _____	\$ _____	_____	\$ _____
<b>48. Watercraft, trailers, motors, and related accessories</b> Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
48.1 _____	\$ _____	_____	\$ _____
48.2 _____	\$ _____	_____	\$ _____
<b>49. Aircraft and accessories</b>			
49.1 2016 A350-941 Aircraft MSN 067	\$ 78,632,855.32	ASCEND full-life market valuation	\$ 118,280,000.00 *
49.2 _____	\$ _____	_____	\$ _____
<b>50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)</b>			
_____	\$ _____	_____	\$ _____
<b>51. Total of Part 8.</b> Add lines 47 through 50. Copy the total to line 87.			<b>\$ 118,280,000.00</b>

**52. Is a depreciation schedule available for any of the property listed in Part 8?**

- ☐ No
- ☒ Yes

**53. Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- ☐ No
- ☒ Yes

\* For the avoidance of doubt, this amount reflects an estimated valuation for scheduling purposes only, based on information currently available to the Debtor, and does not purport to represent the ultimate value that would be received in the event of a sale.

Debtor

JPA No. 111 Co., Ltd.

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Case number (if known)

21-12075 (DSJ)

Name

**Part 9: Real property**

54. Does the debtor own or lease any real property?

☒ No. Go to Part 10.☐ Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 _____	_____	\$ _____	_____	\$ _____
55.2 _____	_____	\$ _____	_____	\$ _____
55.3 _____	_____	\$ _____	_____	\$ _____
55.4 _____	_____	\$ _____	_____	\$ _____
55.5 _____	_____	\$ _____	_____	\$ _____
55.6 _____	_____	\$ _____	_____	\$ _____

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$ \_\_\_\_\_

57. Is a depreciation schedule available for any of the property listed in Part 9?

☐ No☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

☐ No☐ Yes**Part 10: Intangibles and intellectual property**

59. Does the debtor have any interests in intangibles or intellectual property?

☒ No. Go to Part 11.☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets _____	\$ _____	_____	\$ _____
61. Internet domain names and websites _____	\$ _____	_____	\$ _____
62. Licenses, franchises, and royalties _____	\$ _____	_____	\$ _____
63. Customer lists, mailing lists, or other compilations _____	\$ _____	_____	\$ _____
64. Other intangibles, or intellectual property _____	\$ _____	_____	\$ _____
65. Goodwill _____	\$ _____	_____	\$ _____

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$ \_\_\_\_\_

Debtor

JPA No. 111 Co., Ltd.

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Case number (if known) 21-12075 (DSJ)

Name

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☐ No  
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☐ No  
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☐ No  
☐ Yes

**Part 11: All other assets**

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.  
☒ Yes. Fill in the information below.

**Current value of  
debtor's interest**

71. Notes receivable

Description (include name of obligor)

\_\_\_\_\_ — \_\_\_\_\_ = → \$ \_\_\_\_\_  
Total face amount doubtful or uncollectible amount

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

Consumption tax refund	Tax year 2021	\$ 4,799.98
_____	Tax year _____	\$ _____
_____	Tax year _____	\$ _____

73. Interests in insurance policies or annuities

\_\_\_\_\_ \$ \_\_\_\_\_

74. Causes of action against third parties (whether or not a lawsuit has been filed)

\_\_\_\_\_ \$ \_\_\_\_\_

Nature of claim

Amount requested \$ \_\_\_\_\_

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

\_\_\_\_\_ \$ \_\_\_\_\_

Nature of claim

Amount requested \$ \_\_\_\_\_

76. Trusts, equitable or future interests in property

\_\_\_\_\_ \$ \_\_\_\_\_

77. Other property of any kind not already listed Examples: Season tickets, country club membership

\_\_\_\_\_ \$ \_\_\_\_\_

\_\_\_\_\_ \$ \_\_\_\_\_

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

**\$ 4,799.98**

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

- ☒ No  
☐ Yes

Debtor

JPA No. 111 Co., Ltd.

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Case number (if known) 21-12075 (DSJ)

Name

**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$ 156,013.05	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$ 0.00	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$ 0.00	
83. Investments. <i>Copy line 17, Part 4.</i>	\$ 0.00	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$ 0.00	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$ 0.00	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$ 0.00	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$ 118,280,000.00	
88. Real property. <i>Copy line 56, Part 9.</i> .....	→	\$ 0.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$ 0.00	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ \$ 4,799.98	
91. Total. Add lines 80 through 90 for each column..... 91a.	\$ 118,440,813.03	+ 91b. \$ 0.00
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92. ....		\$ 118,440,813.03

<b>In re JPA NO. 111 CO., LTD., Case No. 21-12075 (DSJ)</b> Schedule A/B Part 1, Question 3 Checking, savings, money market, or financial brokerage accounts			
<b>Name of institution (bank or brokerage firm)</b>	<b>Type of account</b>	<b>Account number (last 4 digits)</b>	<b>Current value of debtor's interest</b>
CA-CIB (Paris)	Savings Account [Repayment Account]	5547	\$ 0.01
SMBC (Akasaka)	Savings Account [USD Fund Account]	8418	\$ 112,672.66
SMBC (Akasaka)	Savings Account [JPY Account]	8059	\$ 5,517.26
SMBC (Akasaka)	Savings Account [JPY Fund Account]	8128	\$ 37,823.11
<b>Sum:</b>			<b>\$ 156,013.05</b>

**Fill in this information to identify the case:**

Debtor name JPA No. 111 Co., Ltd.  
 United States Bankruptcy Court for the: Southern District of New York  
 (State)  
 Case number (if known): 21-12075(DSJ)

☐ Check if this is an amended filing

**Official Form 206D****Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

**1. Do any creditors have claims secured by debtor's property?**

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.  
☒ Yes. Fill in all of the information below.

**Part 1: List Creditors Who Have Secured Claims****2. List in alphabetical order all creditors who have secured claims.** If a creditor has more than one secured claim, list the creditor separately for each claim.

*Column A*  
**Amount of claim**  
 Do not deduct the value of collateral.

*Column B*  
**Value of collateral that supports this claim**

**2.1 Creditor's name**

See Attached Schedule D Part 1, Question 2

**Describe debtor's property that is subject to a lien**

\$ 103,757,464.05      \$ 118,280,000.00

**Creditor's mailing address****Describe the lien****Creditor's email address, if known****Is the creditor an insider or related party?**

- ☐ No  
☐ Yes

**Date debt was incurred****Is anyone else liable on this claim?**

- ☐ No  
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

**Last 4 digits of account number****Do multiple creditors have an interest in the same property?**

- ☐ No  
☐ Yes. Specify each creditor, including this creditor, and its relative priority.

**As of the petition filing date, the claim is:**

Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

**2.2 Creditor's name****Describe debtor's property that is subject to a lien**

\$ \_\_\_\_\_ \$ \_\_\_\_\_

**Creditor's mailing address****Describe the lien****Creditor's email address, if known****Is the creditor an insider or related party?**

- ☐ No  
☐ Yes

**Date debt was incurred****Is anyone else liable on this claim?**

- ☐ No  
☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

**Last 4 digits of account number****Do multiple creditors have an interest in the same property?**

- ☐ No  
☐ Yes. Have you already specified the relative priority?  
☐ No. Specify each creditor, including this creditor, and its relative priority.

**As of the petition filing date, the claim is:**

Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

- ☐ Yes. The relative priority of creditors is specified on lines \_\_\_\_\_

**3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.**

\$ 103,757,464.05

In re JPA NO. 111 CO., LTD., Case No. 21-12075 (DSJ)												
Schedule D Part 1												
Creditors Who Have Claims Secured by Property												
Line	Secured Creditor Name	Address 1	City / State / ZIP	Country	Date Incurred	Description of Lien and Collateral	Is creditor an Insider?	Contingent	Unliquidated	Disputed	Amount of Claim	Value of Collateral* Supporting Claim
1.1	FitzWalter Capital Partners (Financial Trading) Limited	21 Bruton Street	London W1J 6QD	England	11/6/18	Senior priority lien on Aircraft (pursuant to NY and Vietnam Mortgages) and all rights and title to Leasing Rights (pursuant to Assignment Agreement)	No		X		\$52,925,344.10	\$118,280,000.00
1.2	Mega International Commercial Bank, Co., Ltd., TOKYO BRANCH	2-2-1 Marunouchi	Chiyoda-ku, Tokyo	Japan	11/6/18	Senior priority lien on Aircraft (pursuant to NY and Vietnam Mortgages) and all rights and title to Leasing Rights (pursuant to Assignment Agreement)	No		X		\$15,702,539.50	\$118,280,000.00
1.3	The Korea Development Bank	14 Eunhaeng-ro	Yeongdeungpo-gu, Seoul 07242	Korea	11/6/18	Senior priority lien on Aircraft (pursuant to NY and Vietnam Mortgages) and all rights and title to Leasing Rights (pursuant to Assignment Agreement)	No		X		\$17,447,266.12	\$118,280,000.00
1.4	The Korea Development Bank, TOKYO BRANCH	GrantTokyo North Tower	Chiyoda-ku, Tokyo	Japan	11/6/18	Senior priority lien on Aircraft (pursuant to NY and Vietnam Mortgages) and all rights and title to Leasing Rights (pursuant to Assignment Agreement)	No		X		\$8,723,633.06	\$118,280,000.00
1.5	Mizuho Leasing	c/o Squire Patton Boggs (US) LLP (Attn: Nava Hazan and Christopher J. Gaiamo) 2550 M Street, NW	Washington, DC 20037	USA	11/6/18	Junior priority lien on Aircraft (pursuant to NY and Vietnam Mortgages) and all rights and title to Leasing Rights (pursuant to Assignment Agreement)	No		X		\$8,958,681.27	\$118,280,000.00

\*For the avoidance of doubt, this amount reflects an estimated valuation for scheduling purposes only, based on information currently available to the Debtor, and does not purport to represent the ultimate value that would be received in the event of a sale.

**Fill in this information to identify the case:**

Debtor JPA No. 111 Co., Ltd.

United States Bankruptcy Court for the: Southern District of New York  
(State)

Case number 21-12075 (DSJ)  
(If known)

☐ Check if this is an amended filing

## Official Form 206E/F

**Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

**Part 1: List All Creditors with PRIORITY Unsecured Claims**

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☒ No. Go to Part 2.  
☐ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

**2.1** Priority creditor's name and mailing address

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

Date or dates debt was incurred

\_\_\_\_\_

Last 4 digits of account number \_\_\_\_\_

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (\_\_\_\_)

As of the petition filing date, the claim is: \$ \_\_\_\_\_

Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim:

\_\_\_\_\_

Is the claim subject to offset?

- ☐ No  
☐ Yes

Total claim

Priority amount

\$ \_\_\_\_\_

**2.2** Priority creditor's name and mailing address

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

Date or dates debt was incurred

\_\_\_\_\_

Last 4 digits of account number \_\_\_\_\_

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (\_\_\_\_)

As of the petition filing date, the claim is: \$ \_\_\_\_\_

Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim:

\_\_\_\_\_

Is the claim subject to offset?

- ☐ No  
☐ Yes

**2.3** Priority creditor's name and mailing address

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

Date or dates debt was incurred

\_\_\_\_\_

Last 4 digits of account number \_\_\_\_\_

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (\_\_\_\_)

As of the petition filing date, the claim is: \$ \_\_\_\_\_

Check all that apply.

- ☐ Contingent  
☐ Unliquidated  
☐ Disputed

Basis for the claim:

\_\_\_\_\_

Is the claim subject to offset?

- ☐ No  
☐ Yes

**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
<b>3.1</b>	<b>Nonpriority creditor's name and mailing address</b> See Attached Schedule E/F, Part 2, Question 3      <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> _____  <b>Is the claim subject to offset?</b> <input type="checkbox"/> No <input type="checkbox"/> Yes  \$ 665,763.88
<b>3.2</b>	<b>Nonpriority creditor's name and mailing address</b>      <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> _____  <b>Is the claim subject to offset?</b> <input type="checkbox"/> No <input type="checkbox"/> Yes  \$ _____
<b>3.3</b>	<b>Nonpriority creditor's name and mailing address</b>      <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> _____  <b>Is the claim subject to offset?</b> <input type="checkbox"/> No <input type="checkbox"/> Yes  \$ _____
<b>3.4</b>	<b>Nonpriority creditor's name and mailing address</b>      <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> _____  <b>Is the claim subject to offset?</b> <input type="checkbox"/> No <input type="checkbox"/> Yes  \$ _____
<b>3.5</b>	<b>Nonpriority creditor's name and mailing address</b>      <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> _____  <b>Is the claim subject to offset?</b> <input type="checkbox"/> No <input type="checkbox"/> Yes  \$ _____
<b>3.6</b>	<b>Nonpriority creditor's name and mailing address</b>      <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> _____	<b>As of the petition filing date, the claim is:</b> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed  <b>Basis for the claim:</b> _____  <b>Is the claim subject to offset?</b> <input type="checkbox"/> No <input type="checkbox"/> Yes  \$ _____

**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.2. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.3. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.4. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.5. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.6. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.7. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.8. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.9. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.10. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.11. _____ _____ _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____ _

**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims****5. Add the amounts of priority and nonpriority unsecured claims.****Total of claim amounts**5a. **Total claims from Part 1**5a. \$ N/A5b. **Total claims from Part 2**5b. + \$ 665,763.885c. **Total of Parts 1 and 2**5c. \$ 665,763.88

Lines 5a + 5b = 5c.

In re JPA NO. 111 CO., LTD., Case No. 21-12075 (DSJ) Schedule E/F, Part 2 Creditors Who Have Nonpriority Unsecured Claims											
Line	Unsecured Creditor Name	Address 1	City / State / ZIP	Country	Date Incurred	Basis for claim	Subject to offset (Y/N)	Contingent	Unliquidated	Disputed	Amount of Claim
2.1	JP Lease Product & Services Co.	Kasumigaseeki Common Gate, West Tower 21F	3-2-1 Kasumigaseeki Chiyoda-Ku, Tokyo	Japan	Various	loan / Debt	Yes				\$618,263.88
2.2	K&L Gates (Tokyo)	Toranomon Hills Mori Tower 28F, 1-23-1	Toranomon, Minato-ku	Japan	Various	Professional Services	No	X	X		\$47,500.00
2.3	Stratos Aircraft Management Limited	2 Chome--6-1 Ōtemachi	Chiyoda-ku, 100-0004 Tokyo	Japan	11/6/18	Indemnity rights under services agreements	No	X	X		Unknown
2.4	Rolls-Royce	Kings Place, 90 York Way	London, N1 9FX	England	11/6/18	Rights under purchase agreement	Yes	X	X		Unknown
2.5	Airbus Americas Inc.	2550 Wasser Terrace #9100	Herndon, VA 20171	USA	11/6/18	Rights under purchase agreement	Yes	X	X		Unknown
2.6	JLPS Leasing Draco Ltd	Unit 10 and 11, Cahir Road, Cashel, Co.	Tipperary, E25 WK16	Ireland	11/19/18	Rights under Head Lease	Yes	X	X		Unknown
2.7	Vietnam Airlines	200 Nguyen Son, Bo De Ward	Long Bien District, Hanoi City	Vietnam	11/19/18	Rights under Lease	Yes	X	X		Unknown

**Fill in this information to identify the case:**

Debtor name JPA No. 111 Co., Ltd.

United States Bankruptcy Court for the: Southern District of New York  
(State)

Case number (If known): 21-12075 (DSJ) Chapter 11

☐ Check if this is an amended filing

**Official Form 206G**

**Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

**1. Does the debtor have any executory contracts or unexpired leases?**

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

**2. List all contracts and unexpired leases**

**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1	State what the contract or lease is for and the nature of the debtor's interest	See Attached Schedule G, Question 2	
	State the term remaining		
	List the contract number of any government contract		
2.2	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		
2.3	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		
2.4	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		
2.5	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		

In re JPA NO. 111 CO., LTD., Case No. 21-12075 (DSJ)										
Execution Contracts and Unexpired Leases										
Agreement	Party 1		Party 2		Party 3		Party 4		Party 5	Party 6
1 Aircraft Head Lease Agreement	Head Lessor	JPA No. 111 Co., Ltd.	Lessee	JLPS Leasing Draco Limited						
2 Senior Facility Agreement	Borrower	JPA No. 111 Co., Ltd.	Senior Agent	Credit Agricole Corporate and Investment Bank	Security Agent	FitzWalter Capital Partners (Financial Trading) Limited	Senior Lender 1	MEGA INTERNATIONAL COMMERCIAL BANK, CO., LTD., TOKYO BRANCH	Senior Lender 2	THE KOREA DEVELOPMENT BANK
	Senior Lender 4	THE KOREA DEVELOPMENT BANK, TOKYO BRANCH								
3 Junior Facility Agreement	Borrower	JPA No. 111 Co., Ltd.	Junior Agent	Credit Agricole Corporate and Investment Bank	Security Agent	FitzWalter Capital Partners (Financial Trading) Limited	Junior Lender 1	Mizuho Leasing Company, Limited		
4 Proceeds Agreement	Borrower	JPA No. 111 Co., Ltd.	Accession	JLPS Leasing Draco Limited	Senior Agent	Credit Agricole Corporate and Investment Bank	Junior Agent	Credit Agricole Corporate and Investment Bank	Security Agent	FitzWalter Capital Partners (Financial Trading) Limited
	(#77) Senior Lender 1	FitzWalter Capital Partners (Financial Trading) Limited		MEGA INTERNATIONAL COMMERCIAL BANK, CO., LTD., TOKYO BRANCH	(#89) Senior Lender 3	THE KOREA DEVELOPMENT BANK	(#10) Senior Lender 4	THE KOREA DEVELOPMENT BANK, TOKYO BRANCH	(#11) Junior Lender 1	Mizuho Leasing Company, Limited
5 ISDA 2002 Master Agreement	Hedging Counterparty	JPA No. 111 Co., Ltd.	Hedging Counterparty	FitzWalter Capital Partners (Financial Trading) Limited						
6 Administrative Agreement	Server	JP Lease Products & Services Co., Ltd.	Client	JPA No. 111 Co., Ltd.						
7 Marketing Agreement	Server	JP Lease Products & Services Co., Ltd.	Client	JPA No. 111 Co., Ltd.						
8 Accounting Agreement	Server	Tokyo Sogo Accounting & Co.	Client	JPA No. 111 Co., Ltd.						
9 Head lease Amendment Deed	Head Lessor	JPA No. 111 Co., Ltd.	Lessee	JLPS Leasing Draco Limited						
10 Head lease Amendment Deed	Head Lessor	JPA No. 111 Co., Ltd.	Lessee	JLPS Leasing Draco Limited						
11 Facility Agreement Side Letter (Loan Deferral Agreement)	Borrower	JPA No. 111 Co., Ltd.	Senior Agent	Credit Agricole Corporate and Investment Bank	Junior Agent	Credit Agricole Corporate and Investment Bank	Security Agent	FitzWalter Capital Partners (Financial Trading) Limited		
12 Second Facility Agreement Side Letter (Loan Deferral Agreement)	Borrower	JPA No. 111 Co., Ltd.	Senior Agent	Credit Agricole Corporate and Investment Bank	Junior Agent	Credit Agricole Corporate and Investment Bank	Security Agent	FitzWalter Capital Partners (Financial Trading) Limited		

## Fill in this information to identify the case:

Debtor name JPA No. 111 Co., Ltd.United States Bankruptcy Court for the: Southern District of New York  
(State)Case number (If known): 21-12075 (DSJ)☐ Check if this is an amended filing

## Official Form 206H

## Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

## 1. Does the debtor have any codebtors?

☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.☐ Yes

## 2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

## Column 1: Codebtor

## Column 2: Creditor

Name

Mailing address

Name

Check all schedules that apply:

2.1	<div><div></div><div>Street</div><div></div><div>City</div><div>State</div><div>ZIP Code</div></div>	<div><div></div></div>	<div><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</div>
2.2	<div><div></div><div>Street</div><div></div><div>City</div><div>State</div><div>ZIP Code</div></div>	<div><div></div></div>	<div><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</div>
2.3	<div><div></div><div>Street</div><div></div><div>City</div><div>State</div><div>ZIP Code</div></div>	<div><div></div></div>	<div><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</div>
2.4	<div><div></div><div>Street</div><div></div><div>City</div><div>State</div><div>ZIP Code</div></div>	<div><div></div></div>	<div><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</div>
2.5	<div><div></div><div>Street</div><div></div><div>City</div><div>State</div><div>ZIP Code</div></div>	<div><div></div></div>	<div><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</div>
2.6	<div><div></div><div>Street</div><div></div><div>City</div><div>State</div><div>ZIP Code</div></div>	<div><div></div></div>	<div><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</div>

**Fill in this information to identify the case and this filing:**

Debtor Name JPA No. 111 Co., Ltd.  
United States Bankruptcy Court for the: Southern District District of New York  
Case number (If known): 21-12075 (DSJ) (State)

**Official Form 202**

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/31/2021  
MM / DD / YYYY

**X**

/s/ Teiji Ishikawa

Signature of individual signing on behalf of debtor

Teiji Ishikawa  
Printed name

Representative Director  
Position or relationship to debtor